



PATENT
510703-11 (021755-000500US)

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re application of

Applicants: Louis G. Kovach and Neil Young

Serial No.: 10/723,460

Filed: November 26, 2003

Title: Model Railroad Velocity Controller

REVOCATION/APPOINTMENT OF POWER OF ATTORNEY

THE CREATIVE TRAIN COMPANY, LLC, a California corporation, hereby revokes all previous powers of attorney in the above-identified patent application and hereby appoints in their stead:

Brian M. Berliner, Registration No. 34,549

as attorney(s) and/or agent(s) of said corporation, to prosecute said application and conduct all business in the U.S. Patent and Trademark Office in connection therewith.

Please change the correspondence address and direct all future correspondence to:

O'MELVENY & MYERS LLP
400 South Hope Street
Los Angeles, CA 90071-2899
Attn: Brian M. Berliner, Esq.
Telephone: 213-430-6000

By granting the foregoing Power of Attorney, we are allowing O'Melveny & Myers LLP to prosecute the above-referenced patent application and to prosecute any matters that arise before the U.S. Patent and Trademark Office in the enforceable life of the above-identified patent. This grant of Power of Attorney is limited to the sole purpose of prosecuting the matters arising before the U.S. Patent and Trademark Office in connection with the patent and patent application. The executed Power of Attorney does not create any attorney-client relationship between THE CREATIVE TRAIN COMPANY, LLC and O'Melveny & Myers LLP, or, for that matter, between O'Melveny & Myers LLP and any of the above-listed Applicants or any other person.

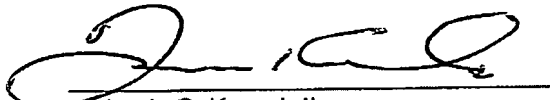
IN ACCORDANCE WITH 37 C.F.R. § 3.73, THE APPLICANT STATES THAT IT IS THE ASSIGNEE OF THE ENTIRE RIGHT, TITLE, AND INTEREST IN THE PATENT APPLICATION IDENTIFIED ABOVE BY VIRTUE OF A CHAIN OF TITLE FROM THE INVENTORS TO THE CURRENT ASSIGNEE AS SHOWN BELOW:

FROM: Louis G. Kovach and Neil Young
TO: The Creative Train Company, LLC

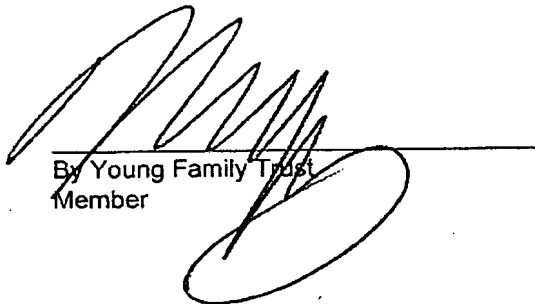
This document was recorded in the United States Patent & Trademark Office on March 29, 2004, at Reel 015162, Frame 0838.

This REVOCATION/APPOINTMENT OF POWER OF ATTORNEY shall only be effective with the express approval of all members of The Creative Train Company, LLC, reflected by their execution below.

THE CREATIVE TRAIN COMPANY, LLC


By Louis G. Kovach II
Member

DATED: 10-29-07


By Young Family Trust
Member

DATED: SEP 13 07